

**IN THE UNITED STATES BANKRUPTCY COURT
FOR THE DISTRICT OF DELAWARE**

In re:)	Chapter 11
)	
W. R. GRACE & CO., <u>et al.</u> , ¹)	Case No. 01-1139 (JKF)
)	Jointly Administered
Debtors.)	

**FEE DETAIL FOR OGILVY RENAULT LLP'S THIRY-FIFTH MONTHLY FEE
APPLICATION FOR COMPENSATION FOR SERVICES RENDERED AND
REIMBURSEMENT OF EXPENSES AS SPECIAL COUNSEL FOR
THE DEBTORS AND DEBTORS-IN-POSSESSION
FOR THE PERIOD FROM NOVEMBER 1, 2009 THROUGH NOVEMBER 30, 2009**

¹ The Debtors consist of the following 62 entities: W. R. Grace & Co. (f/k/a Grace Specialty Chemicals, Inc.), W. R. Grace & Co.-Conn., A-I Bit & Tool Co., Inc., Alewife Boston Ltd., Alewife Land Corporation, Amicon, Inc., CB Biomedical, Inc. (f/k/a Circe Biomedical, Inc.), CCHP, Inc., Coalgrace, Inc., Coalgrace II, Inc., Creative Food' N Fun Company, Darex Puerto Rico, Inc., Del Taco Restaurants, Inc., Dewey and Almy, LLC (f/k/a Dewey and Almy Company), Ecarg, Inc., Five Alewife Boston Ltd., G C Limited Partners I, Inc. (f/k/a Grace Cocoa Limited Partners I, Inc.), G C Management, Inc. (f/k/a Grace Cocoa Management, Inc.), GEC Management Corporation, GN Holdings, Inc., GPC Thomasville Corp., Gloucester New Communities Company, Inc., Grace A-B Inc., Grace A-B II Inc., Grace Chemical Company of Cuba, Grace Culinary Systems, Inc., Grace Drilling Company, Grace Energy Corporation, Grace Environmental, Inc., Grace Europe, Inc., Grace H-G Inc., Grace H-G II Inc., Grace Hotel Services Corporation, Grace International Holdings, Inc. (f/k/a Dearborn International Holdings, Inc.), Grace Offshore Company, Grace PAR Corporation, Grace Petroleum Libya Incorporated, Grace Tarpon Investors, Inc., Grace Ventures Corp., Grace Washington, Inc., W. R. Grace Capital Corporation, W. R. Grace Land Corporation, Gracoal, Inc., Gracoal II, Inc., Guanica-Caribe Land Development Corporation, Hanover Square Corporation, Homco International, Inc., Kootenai Development Company, L B Realty, Inc., Litigation Management, Inc. (f/k/a GHSC Holding, Inc., Grace JVH, Inc., Asbestos Management, Inc.), Monolith Enterprises, Incorporated, Monroe Street, Inc., MRA Holdings Corp. (f/k/a Nestor-BNA Holdings Corporation), MRA Intermedco, Inc. (f/k/a Nestor-BNA, Inc.), MRA Staffing Systems, Inc. (f/k/a British Nursing Association, Inc.), Remedium Group, Inc. (f/k/a Environmental Liability Management, Inc., E&C Liquidating Corp., Emerson & Cuming, Inc.), Southern Oil, Resin & Fiberglass, Inc., Water Street Corporation, Axial Basin Ranch Company, CC Partners (f/k/a Cross Country Staffing), Hayden-Gulch West Coal Company, H-G Coal Company.



Client: W.R. GRACE & CO.
 RE: Litigation and litigation consulting
 Matter No.: 01016442-0006

December 14, 2009
 INVOICE: 953917

GST: R111340006

W.R. GRACE & CO.
 7500 Grace Drive
 Columbia, Maryland 21044 U.S.A.

Attention: Richard Finke
 Senior Litigation Counsel

For professional services rendered and disbursements incurred
 for the period ending November 30, 2009

FEES	\$28,739.50
DISBURSEMENTS (Taxable)	0.00
DISBURSEMENTS (Non Taxable)	157.37
GST	0.00
TOTAL FOR THIS INVOICE	\$28,896.87

Canadian Funds

Payable upon receipt

Please remit by Bank Transfer to
 RBC Financial Group, Main Branch, Royal Bank Plaza, Toronto, Ontario, CANADA
 Bank 003, Transit 00002, Acc. No. 105-030-0
 ABA # 021000021
 Swift Code # ROYCCAT2
 IBAN # 0031060300000002
 including invoice number on transfer order.

OGILVY RENAULT LLP / S.E.N.C.R.L., s.r.l.

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 toronto@ogilvyrenault.com

ogilvyrenault.com



W.R. GRACE & CO.

01016442-0006

RE: Litigation and litigation consulting**BILLING SUMMARY**

	Hours	Amount
T. Walsh	15.2	\$8,512.00
O. Pasparakis	13.1	\$9,497.50
A. Kuntz	29	\$10,730.00
Total	57.30	\$28,739.50

FEE DETAIL

Date	Timekeeper	Description	Hours	Amount
2/11/09	Teresa Walsh	Preparing for and participating in conference call with Canadian Representative Counsel and O. Pasparakis regarding proposed further revisions to Amended and Restated Minutes of Settlement.	0.90	\$504.00
2/11/09	Orestes Pasparakis	Preparing for conference call (0.3); attending conference call (0.7); revising Minutes of Settlement following conference call (1.2); following-up with client on revisions (0.4).	2.60	\$1,885.00
3/11/09	Teresa Walsh	Further reviewing and suggesting revisions to Amended and Restated Minutes of Settlement (0.8); following-up with Canadian Representative Counsel to address further proposed revisions (0.3).	1.10	\$616.00
3/11/09	Orestes Pasparakis	Attending to conference call with opposing counsel regarding status and next steps.	0.50	\$362.50
4/11/09	Teresa Walsh	Preparing for and participating in conference call with O. Pasparakis and Canadian Representative Counsel regarding proposed changes to Amended and Restated Minutes of Settlement (0.7); inputting further proposed changes (0.3); reviewing of email exchanges between O. Pasparakis and R. Finke regarding proposed changes (0.2).	1.20	\$672.00
4/11/09	Orestes Pasparakis	Revising minutes of settlement.	0.60	\$435.00

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W.R. GRACE & CO.

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RE: Litigation and litigation consulting

Date	Timekeeper	Description	Hours	Amount
5/11/09	Teresa Walsh	Preparing for and participating in conference call with R. Finke, O. Pasparakis and U.S. Counsel regarding matters related to Amended and Restated Minutes of Settlement (0.7); making further revisions to Minutes of Settlement (0.4); reviewing suggested revisions to Minutes of Settlement from U.S. Counsel (0.3); following-up with O. Pasparakis regarding further suggested revisions and additional proposed revisions (0.4).	1.80	\$1,008.00
5/11/09	Orestes Pasparakis	Preparing for and participating in conference call (0.6); revising minutes of settlement (0.4).	1.00	\$725.00
6/11/09	Teresa Walsh	Reviewing further proposed revisions to Amended and Restated Minutes of Settlement (0.3); following-up with O. Pasparakis regarding revisions (0.3); revising Minutes to reflect revisions (0.9); emailing Canadian Representative Counsel enclosing revised Minutes (0.3).	1.80	\$1,008.00
6/11/09	Orestes Pasparakis	Preparing revisions to Minutes of Settlement.	0.60	\$435.00
9/11/09	Teresa Walsh	Reviewing email from Representative Counsel regarding Amended and Restated Minutes of Settlement (0.1); office conference with O. Pasparakis (0.1); email correspondence to client and U.S. Counsel regarding update on Representative Counsel's response to latest version of Amended and Restated Minutes of Settlement (0.2).	0.40	\$224.00
9/11/09	Orestes Pasparakis	Following-up on Minutes of Settlement (0.3); conference call with Representative Counsel (0.4).	0.70	\$507.50
10/11/09	Teresa Walsh	Email communication with opposing counsel regarding Amended and Restated Minutes of Settlement (0.2); telephone conversation with opposing counsel regarding Amended Minutes (0.2); following-up with client by email to provide update and seek instructions (0.3); office conference with O. Pasparakis regarding update (0.1).	0.80	\$448.00

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RE: Litigation and litigation consulting

Date	Timekeeper	Description	Hours	Amount
10/11/09	Orestes Pasparakis	Following-up on amendments and next steps.	0.40	\$290.00
11/11/09	Teresa Walsh	Emailing Representative Counsel regarding latest version of Amended and Restated Minutes.	0.20	\$112.00
13/11/09	Teresa Walsh	Reviewing email from Representative Counsel regarding execution of Amended and Restated Minutes (0.1); reviewing version of executed contract to ensure proper copy signed (0.3).	0.40	\$224.00
13/11/09	Orestes Pasparakis	Reporting to client.	0.40	\$290.00
16/11/09	Teresa Walsh	Following up with Representative Counsel regarding issues related to Amended Restated Minutes of Settlement.	0.30	\$168.00
16/11/09	Orestes Pasparakis	Following-up with counsel for Sealed Air (0.2); following-up with counsel for the Crown (0.4).	0.60	\$435.00
17/11/09	Allison Kuntz	Serving the executed Amended and Restated Minutes (.30). Instructions regarding obtaining dates for the approval motion (.30).	0.60	\$222.00
17/11/09	Teresa Walsh	Following-up with O. Pasparakis and A. Kuntz by email regarding circulation of Amended and Restated Minutes of Settlement and preparation of motion materials for approval of Minutes.	0.40	\$224.00
17/11/09	Orestes Pasparakis	Considering court application issues.	0.30	\$217.50
18/11/09	Teresa Walsh	Reviewing draft cover letter to First Nations Band Chiefs and other materials regarding ZAI property damage claims (0.4); following-up with U.S. Counsel regarding draft materials (0.3).	0.70	\$392.00
18/11/09	Orestes Pasparakis	Next steps regarding documentation and court.	0.30	\$217.50
18/11/09	Allison Kuntz	Exchanging emails with Representative Counsel in respect of dates for Approval Motion (.30); speaking with and exchanging emails with J. Baer in respect of dates for the Approval Motion (.30); drafting Notice of Motion for Approval Motion (1.30).	1.90	\$703.00

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 OGILVY
RENAULT

W.R. GRACE & CO.

01016442-0006

RE: Litigation and litigation consulting

Date	Timekeeper	Description	Hours	Amount
19/11/09	Teresa Walsh	Further review of latest version of proposed notice materials regarding further opportunity to file proof of claim forms for ZAI property damage claims (0.3); following-up with U.S. Counsel regarding same (0.7); emailing Canadian Representative Counsel providing copies of proposed proof of claim forms (0.2); following-up by telephone with Canadian Representative Counsel regarding proposed changes to claim forms (0.5); making revisions to proof of claim forms and providing same to U.S. Counsel and Representative Counsel (0.6).	2.30	\$1,288.00
19/11/09	Orestes Pasparakis	Following-up on settlement issues and next steps.	0.40	\$290.00
20/11/09	Teresa Walsh	Exchanging email and telephone conversations with Representative Counsel regarding notice to be sent to First Nations Band Chiefs in Canada regarding potential ZAI property damage claims (0.5); exchanging email with U.S. Counsel and client regarding further proposed changes to notice materials (0.6); reviewing previous versions of notice materials in respect of proposed revisions (0.4).	1.50	\$840.00
23/11/09	Orestes Pasparakis	Following-up on noticing issues (0.2); conference call with Crown Counsel regarding Crown position and scheduling issues (0.6); considering minutes of settlement in light of Crown's concerns (0.4); following-up regarding next steps (0.2).	1.40	\$1,015.00
23/11/09	Teresa Walsh	Reviewing final version of document to be sent to Band Chiefs regarding potential ZAI property damage claims.	0.30	\$168.00
23/11/09	Allison Kuntz	Corresponding with counsel in respect of date for approval motion (.50); drafting Notice of Motion (2.5) and 32nd Information Officer's Report (1.50); confirming Lauzon's contact information for inclusion in claims forms (.50); emailing D. Boll in respect of update to 32nd Information Officers Report (.30).	5.30	\$1,961.00

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RE: Litigation and litigation consulting

Date	Timekeeper	Description	Hours	Amount
24/11/09	Orestes Pasparakis	Reviewing motion materials.	1.60	\$1,160.00
24/11/09	Allison Kuntz	Setting down approval motion (.30); drafting Notice of Motion (1.80) and 32nd Information Officers Report (1.80); exchanging emails with K. Ferbers in respect of motion materials and dates for approval motion (.30); emailing J. Baer in respect of approval motion (.30); discussing motion materials with O. Pasparakis (.80); revising motion materials as per O. Pasparakis' comments (.80); emailing motion materials to J. Baer with comments (.50).	6.60	\$2,442.00
25/11/09	Orestes Pasparakis	Reviewing and revising draft order (0.6); reviewing and revising Notice of Motion and Affidavit (0.3).	0.90	\$652.50
25/11/09	Allison Kuntz	Drafting Order for approval motion (1.80); discussing same with O. Pasparakis (.50); revising order as per O. Pasparakis' comments (.50); emailing J. Baer in respect of same (.30); drafting Factum in support of approval motion (1.80).	4.90	\$1,813.00
26/11/09	Allison Kuntz	Exchanging emails with O. Pasparakis regarding motion materials (.50); emailing Crown in respect of same (.50); updating and drafting Factum for approval motion (2.50).	3.50	\$1,295.00
27/11/09	Orestes Pasparakis	Attending at 9:30 appointment before the Court.	0.80	\$580.00
27/11/09	Allison Kuntz	Drafting Factum for approval motion (1.50); serving Direction of Court regarding date for approval motion (.30); reviewing correspondence from representative Counsel in respect of materials for approval motion (.30).	2.10	\$777.00

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W.R. GRACE & CO.

01016442-0006

RE: Litigation and litigation consulting

Date	Timekeeper	Description	Hours	Amount
30/11/09	Allison Kuntz	Reviewing correspondence from K. Ferbers (.30); attending conference call with O. Pasparakis, T. Walsh and Representative Counsel (.50); revising motion materials as per comments of J. Baer and R. Finke (.50); emailing R. Finke regarding 32nd Information Officer's Report (.30); drafting Factum for approval motion (2.50).	4.10	\$1,517.00
30/11/09	Teresa Walsh	Reviewing letter from K. Ferbers, counsel to Ms. Thundersky (0.3); office conference with O. Pasparakis and A. Kuntz regarding letter (0.2); participating in telephone conference call with CCAA Representative Counsel (0.2); preparing draft response to Mr. Ferbers (0.4).	1.10	\$616.00
TOTAL FEES				\$28,739.50

DISBURSEMENTS - NON TAXABLE

Facsimile	11.00
Long distance calls	2.72
External DB Search/Quicklaw	16.65
Filing notice of motion	127.00
	\$157.37

DISBURSEMENT DETAIL - NON TAXABLE

Date	Timekeeper	Description	Amount
18/11/09	Allison Kuntz	Long distance calls 13126412162	0.80
18/11/09	Orestes Pasparakis	Facsimile 4163276228	6.00
20/11/09	Orestes Pasparakis	Filing notice of motion - MINISTER OF FINANCE (ONTARIO)	127.00
23/11/09	Allison Kuntz	Long distance calls 19055231333	0.96
23/11/09	Allison Kuntz	Long distance calls 19055231333	0.48

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01016442-0006

RE: Litigation and litigation consulting

Date	Timekeeper	Description	Amount
23/11/09	Allison Kuntz	Long distance calls 19055231333	0.48
24/11/09	Allison Kuntz	Facsimile 4163276228	5.00
30/11/09	Allison Kuntz	External DB Search/Quicklaw	16.65
		TOTAL	\$157.37

INVOICE: 953917

OGILVY
RENAULT

Client: W.R. GRACE & CO.
RE: Fee Applications, Applicant
Matter No.: 01016442-0008

December 14, 2009
INVOICE: 953916

GST: R111340006

W.R. GRACE & CO.
7500 Grace Drive
Columbia, Maryland 21044 U.S.A.

Attention: Richard Finke
Senior Litigation Counsel

For professional services rendered and disbursements incurred
for the period ending November 30, 2009

FEES	\$854.00
DISBURSEMENTS (Taxable)	0.00
DISBURSEMENTS (Non Taxable)	57.32
GST	0.00
TOTAL FOR THIS INVOICE	\$911.32

COPY

Payable upon receipt

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RBC Financial Group, Main Branch, Royal Bank Plaza, Toronto, Ontario, CANADA
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including invoice number on transfer order.

OGILVY RENAULT LLP / S.E.N.C.R.L., s.r.l.

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W.R. GRACE & CO.

01016442-0008

RE: Fee Applications, Applicant**BILLING SUMMARY**

	Hours	Amount
T. Walsh	0.4	\$224.00
P. Adams	3.5	\$630.00
Total	3.90	\$854.00

FEE DETAIL

Date	Timekeeper	Description	Hours	Amount
4/11/09	Penny Adams	Reviewing and revising 11th Quarterly Interim Fee Application (0.30); emailing R. Finke with respect to same (0.20).	0.50	\$90.00
5/11/09	Teresa Walsh	Reviewing and swearing of 11th Quarterly Interim Fee Application.	0.40	\$224.00
6/11/09	Penny Adams	Finalizing 11th Quarterly Interim Fee Application and arranging for service and filing of same (0.50); corresponding with fee auditor (0.20); letter to L. Oberholzer regarding 11th Quarterly Interim Fee Application (0.30).	1.00	\$180.00
11/11/09	Penny Adams	Reviewing October invoices (0.30); drafting 34th Monthly Fee Application (0.50).	0.80	\$144.00
23/11/09	Penny Adams	Receiving and reviewing latest fee auditor's final report.	0.20	\$36.00
24/11/09	Penny Adams	Revising and reviewing 34th Monthly Fee Application (0.50); corresponding with R. Finke with respect to same (0.20).	0.70	\$126.00
26/11/09	Penny Adams	Corresponding with R. Finke with respect to fee applications.	0.20	\$36.00
30/11/09	Penny Adams	Corresponding with R. Finke with respect to 34th Monthly Fee Application.	0.10	\$18.00
TOTAL FEES				\$854.00

INVOICE: 953916



W.R. GRACE & CO.

01016442-0008

RE: Fee Applications, Applicant**DISBURSEMENTS - NON TAXABLE**

Courier service	57.32
	<u>\$57.32</u>

DISBURSEMENT DETAIL - NON TAXABLE

Date	Timekeeper	Description	Amount
26/10/09	Derrick C. Tay	Courier service FedEx shipment #689588791511 FROM TORONTO, ON, CA. To: LYNZY OBERHOLZER,PACHULSKI STANG ZIEHL & JONES, WILMINGTON, DE, US. ON 26-10- 2009, GST: 0.00, QST: 0.00	28.86
6/11/09	Derrick C. Tay	Courier service FedEx shipment #689588792209 FROM TORONTO, ON, CA. To: LYNZY OBERHOLLZER,PACHULSKI STANG ZIEHL & JONES, WILMINGTON, DE, US. ON 06-11- 2009, GST: 0.00, QST: 0.00	28.46
		TOTAL	<u>\$57.32</u>

INVOICE: 953916